

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

In re:

BERNARD L. MADOFF,

Debtor.

**DECLARATION OF KEVIN H. BELL IN SUPPORT OF THE
REPLY MEMORANDUM OF LAW OF THE
SECURITIES INVESTOR PROTECTION CORPORATION
IN SUPPORT OF THE TRUSTEE'S DETERMINATIONS
REGARDING INTER-ACCOUNT TRANSFERS**

Kevin H. Bell hereby declares:

1. I am Senior Associate General Counsel for Dispute Resolution at the Securities Investor Protection Corporation ("SIPC"), located at 805 15th Street, N.W., Suite 800, Washington, DC 20005.

2. As an attorney of record, I am fully familiar with this case and the facts set forth herein. I submit this Declaration to place before this Court true and correct copies of documents in support of the Reply Memorandum of SIPC, filed in support of the motion by Irving Picard, as trustee ("Trustee") for the liquidation of Bernard L. Madoff Investment Securities LLC

(“BLMIS”) for entry of an order authorizing and approving the Trustee’s determination of claims regarding inter-account transfers.

3. Attached hereto as **Exhibit A** is a true and correct copy of an attestation by the SEC stating that as of January 19, 1960, Bernard L. Madoff, Registrant Number 8-8132, was registered as a broker-dealer with the United States Securities and Exchange Commission (“SEC”).

4. Attached hereto as **Exhibit B** is a true and correct copy of the Form BD Amendment, dated January 12, 2001, filed by BLMIS, SEC Registrant Number 8-8132. Included in Exhibit B is an attestation by the SEC to the authenticity of the document.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on June 6, 2014, in Washington, DC.

/s/ Kevin H. Bell
Kevin H. Bell